

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W. R. GRACE & CO., *et al.*,¹) Case No. 01-1139
)
Debtors.) (Jointly Administered)

Re: Docket No. 32693

**ORDER APPROVING POST-EFFECTIVE DATE FEES AND EXPENSES OF
WARREN H. SMITH & ASSOCIATES, P.C., AS FEE AUDITOR,
FOR THE PERIOD OF OCTOBER 21, 2014 THROUGH MAY 12, 2016**

Upon consideration of the Certification of Counsel ("COC") filed herein by Warren H. Smith & Associates, P.C. (the "Fee Auditor"), in which the Fee Auditor seeks approval of the fees and expenses reflected in Exhibit A attached hereto, the Court finds that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S. C. §§ 157 and 1334; (b) notice of the fees and expenses reflected in the attached Exhibit A was adequate under the circumstances; (c) the Reorganized Debtors and the United States Trustee have reviewed the fees and expenses reflected in the attached Exhibit A, and neither the Reorganized Debtors nor the United States Trustee have any objection to these fees and expenses; and (d) the Court is satisfied that the fees and expenses sought are reasonable and justified given (i) the complexity of these cases, (ii) the time expended, (iii) the nature and extent of the services rendered, (iv) the value of such services, and (v) the costs of comparable services in cases other than cases under Title 11.

Accordingly, it is hereby

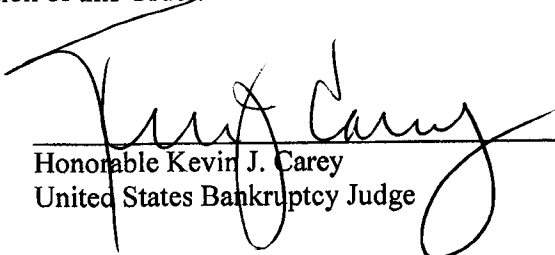
¹ The Reorganized Debtors are: W. R. Grace & Co. and W. R. Grace & Co.-Conn.

ORDERED that the Fee Auditor's request for final approval of fees totaling \$3,482.50 and expenses totaling \$511.72 for the post-Effective Date period of October 21, 2014 through May 12, 2016 is hereby GRANTED; and it is hereby

FURTHER ORDERED that the Reorganized Debtors, or their successors in interest, are authorized and directed to pay to Warren H. Smith & Associates, P.C., the sum of \$3,482.50 as compensation for necessary professional services rendered for the period of October 21, 2014 through May 12, 2016, and the sum of \$511.72 for reimbursement of actual and necessary costs and expenses incurred for the same period; and it is hereby

FURTHER ORDERED that this Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: May 26, 2016


Honorable Kevin J. Carey
United States Bankruptcy Judge